

RECORDATION NO. 24816-SS ^{FF}

AUG 05 '09 -9 00 AM

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N W
SUITE 301

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

WASHINGTON, DC

20036

OF COUNSEL
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August 4, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of Supplement No. 22 to Memorandum of Indenture, effective as of August 17, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Indenture previously filed with the Board under Recordation Number 24816.

The names and addresses of the parties to the enclosed document are:

Debtors: NARCAT, LLC
CARCAT ULC
NARCAT Mexico, S. de R.L. de C.V.
480 West Dussel Drive, Suite R
Maumee, OH 43537

Secured Party: Wells Fargo Bank, National Association
Sixth Street and Marquette Avenue
Minneapolis, MN 55479

Anne K. Quinlan, Esquire
August 4, 2009
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A description of the railroad equipment covered by the enclosed document is:

Exhibit A-1: 192 railcars remarked and renumbered within the series CYDX 6026 - CYDX 6082, CYDX 500283 - CYDX 500359, SLGG 2000 - SLGG 2214 and SDIX 122 - SDIX 200 (previously within the series ANGX 4251 - ANGX 9356 and RMGX 9422 - RMGX 9497) as more particularly set forth in the attachment to the document.

Exhibit A-2 - 82 railcars destroyed, scrapped or sold bearing ITGX, RMGX, RMMX, SLGG, ATW, GNRR and ANGX reporting marks and numbers as more particularly set forth in the attachment to the document.

Exhibit B: Lease changes

A short summary of the document to appear in the index is:

Supplement No. 22 to Memorandum of Indenture.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

AUG 05 '09 -9 00 AM

SURFACE TRANSPORTATION BOARD

SUPPLEMENT NO. 22 TO MEMORANDUM OF INDENTURE

This Supplement No. 22 To Memorandum of Indenture is made effective as of August 17, 2009, between NARCAT LLC., CARCAT ULC AND NARCAT MEXICO S. DE R.L. DE C.V., (collectively the "Debtors") and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Indenture Trustee referred to below (together with its successors and permitted assigns, the "Secured Party").

WITNESSETH:

The Debtors and the Secured Party entered into the Indenture dated February 12, 2004, which was recorded with the Surface Transportation Board on February 12, 2004, under Recordation No. 24816 and with the Canadian Registry on February 12, 2004 at 3:35 p.m., by which the Debtors granted a security interest to the Secured Party in certain railroad equipment bearing reporting marks and road numbers as listed on Exhibit A attached thereto ("Railcars") and in each lease as listed on Exhibit B attached thereto in order to secure the Debtors' performance of their obligations as described in the Indenture.

Subsequent to February 12, 2004, the following Supplements have been filed:

Document	Surface Transportation Board Recordation #/Date of Filing	Registrar General of Canada Date of Filing
Supplement No. 1	Recordation Number 24816-J/May 11, 2004	May 12, 2004
Partial Release and Discharge of Lien	Recordation Number 24816-L/August 10, 2004	August 10, 2004
Supplement No. 2	Recordation Number 24816-M/August 11, 2004	August 11, 2004
Supplement No. 3	Recordation Number 24816-N/November 10, 2004	November 10, 2004
Supplement No. 4	Recordation Number 24816-O/February 9, 2005	February 9, 2005
Partial Release and Discharge of Lien	Recordation Number 24816-P/April 8, 2005	April 26, 2005
Supplement No. 5	Recordation Number 24816-V/May 12, 2005	May 13, 2005
Partial Release and Discharge of Lien	Recordation Number 24816-W/June 9, 2005	August 3, 2005
Supplement No. 6	Recordation Number 24816-X/August 12, 2005	August 11, 2005
Supplement No. 7	Recordation Number 24816-Y/November 9, 2005	November 8, 2005
Partial Release and Discharge of Lien	Recordation Number 24816-AA/December 27, 2005	December 28, 2005
Supplement No. 8	Recordation Number 24816-BB/February 14, 2006	February 14, 2006
Supplement No. 9	Recordation Number 24816-DD/May 8, 2006	May 9, 2006
Supplement No. 10	Recordation Number 24816-EE/August 4, 2006	August 4, 2006
Supplement No. 11	Recordation Number 24816-FF/November 9, 2006	November 8, 2006

Document	Surface Transportation Board Recordation #/Date of Filing	Registrar General of Canada Date of Filing
Supplement No. 12	Recordation Number 24816-GG/February 13, 2007	February 7, 2007
Supplement No. 13	Recordation Number 24816-HH/May 3, 2007	May 3, 2007
Supplement No. 14	Recordation Number 24816-II/August 6, 2007	August 9, 2007
Partial Release and Discharge of Lien	Recordation Number 24816-JJ/October 12, 2007	October 15, 2007
Supplement No. 15	Recordation Number 24816-KK/November 5, 2007	November 6, 2007
Supplement No. 16	Recordation Number 24816-LL/February 12, 2008	February 5, 2008
Supplement No. 17	Recordation Number 24816-MM/May 16, 2008	May 16, 2008
Supplement No. 18	Recordation Number 24816-NN/ August 7, 2008	August 7, 2008
Supplement No. 19	Recordation Number 24816-OO/November 8, 2008	November 7, 2008
Supplement No. 20	Recordation Number 24816-PP/ February 3, 2009	February 4, 2009
Supplement No. 21	Recordation Number 24816-QQ/ May 1, 2009	May 4, 2009
Partial Release and Discharge of Lien	Recordation Number 24816-RR/ June 10, 2009	June 16, 2009

Subsequent to these filing certain changes have occurred in the reporting marks and road numbers listed on Exhibit A to the Indenture. Those changes are set forth on the attached Exhibits A-1 and A-2. Attached hereto as Exhibit A-1 are all reporting mark and road number changes that have occurred to the Railcars due to restencilling between May 1, 2009 and July 31, 2009. Attached hereto as Exhibit A-2 are the reporting marks and road numbers of all Railcars that have been destroyed, scrapped or sold between May 1, 2009 and July 31, 2009. Also certain changes have occurred in the lease information listed on Exhibit B to the Indenture. Those changes are set forth on the attached Exhibit B, which include a description of all leases that have been terminated between May 1, 2009 and July 31, 2009.

[Signature Pages to Follow]

IN WITNESS WHEREOF, each party hereto has caused this Supplement No. 22 to Memorandum of Indenture to be duly executed by its duly authorized representative as of the date and year first above written.

NARCAT LLC

By: Rasesh H. Shah
Rasesh H. Shah, Manager

STATE OF OHIO)
) ss.:
COUNTY OF LUCAS)

On the 4th day of August in the year 2009 before me personally came Rasesh H. Shah to me known, who, being by me duly sworn, did depose and say that he reside(s) at 8929 Sand Ridge Road, Holland, Ohio 43528 that he is Manager of NARCAT LLC, the limited liability company described in and which executed the above instrument; and that he signed his name(s) thereto by authority of the board of directors of said limited liability company.

[Notarial Seal]



Julie Ann Dibble
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

CARCAT ULC

By:

Rasesh H. Shah
Rasesh H. Shah, President/Secretary

STATE OF OHIO

COUNTY OF LUCAS

)
) ss.:
)

On the 21st day of August in the year 2009 before me personally came Rasesh H. Shah to me known, who, being by me duly sworn, did depose and say that he reside(s) at 8929 Sand Ridge Road, Holland, Ohio 43528 that he is President/Secretary of CARCAT ULC, the unlimited liability company described in and which executed the above instrument; and that he signed his name(s) thereto by authority of the board of directors of said unlimited liability company.

[Notarial Seal]



Julie Ann Dibble
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

NARCAT MEXICO S. DE R L. DE C V.

By: Rasesh H. Shah
Rasesh H. Shah, Legal Representative

STATE OF OHIO)
) ss.:
COUNTY OF LUCAS)

On the 4th day of August in the year 2009 before me personally came Rasesh H. Shah to me known, who, being by me duly sworn, did depose and say that he reside(s) at 8929 Sand Ridge Road, Holland, Ohio 43528 that he is Legal Representative of NARCAT MEXICO, S. de R.L. de C.V., the limited liability association with variable capital described in and which executed the above instrument; and that he signed his name(s) thereto by authority of the board of directors of said limited liability association with variable capital

[Notarial Seal]




Julie Ann Dibble
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

WELLS FARGO BANK, NATIONAL ASSOCIATION

By Julie A. Tanner Fischer
Name: Julie A. Tanner Fischer
Title: Vice President

STATE OF Minnesota
COUNTY OF Hennepin } ss.:

On the 4th day of August in the year 2009 before me personally came Julie A. Tanner Fischer to me known, who, being by me duly sworn, did depose and say that she reside(s) at 5533 13th Avenue South, Minneapolis, Minnesota 55417; that she is the Vice President duly appointed of Wells Fargo Bank, National Association, the corporation described in and which executed the above instrument; and that she signed her name thereto by authority of the board of directors of said corporation.

 KRISTEN L. PUTTIN
NOTARY PUBLIC-MINNESOTA
My Commission Expires Jan. 31, 2012
[Notarial Seal]

Kristen L. Puttin
Notary Public

My Commission Expires: 1-31-2012

EXHIBIT A-1

	Assigned Car	Original Car		Assigned Car	Original Car		Assigned Car	Original Car
1	ANGX004251	CYDX500283	43	ANGX004352	CYDX006048	85	ANGX009225	SLGG002051
2	ANGX004255	CYDX500287	44	ANGX004354	CYDX006050	86	ANGX009230	SLGG002058
3	ANGX004256	CYDX500288	45	ANGX004355	CYDX006051	87	ANGX009231	SLGG002057
4	ANGX004257	CYDX500290	46	ANGX004356	CYDX006052	88	ANGX009233	SLGG002059
5	ANGX004258	CYDX500292	47	ANGX004357	CYDX006053	89	ANGX009235	SLGG002061
6	ANGX004260	CYDX500293	48	ANGX004358	CYDX006054	90	ANGX009237	SLGG002063
7	ANGX004271	CYDX500305	49	ANGX004364	CYDX006060	91	ANGX009239	SLGG002065
8	ANGX004280	CYDX500316	50	ANGX004367	CYDX006063	92	ANGX009242	SLGG002068
9	ANGX004283	CYDX500319	51	ANGX004368	CYDX006064	93	ANGX009243	SLGG002069
10	ANGX004285	CYDX500321	52	ANGX004373	CYDX006069	94	ANGX009244	SLGG002070
11	ANGX004286	CYDX500322	53	ANGX004377	CYDX006073	95	ANGX009245	SLGG002071
12	ANGX004291	CYDX500327	54	ANGX004378	CYDX006074	96	ANGX009246	SLGG002072
13	ANGX004292	CYDX500328	55	ANGX004379	CYDX006075	97	ANGX009247	SLGG002073
14	ANGX004293	CYDX500329	56	ANGX004382	CYDX006078	98	ANGX009248	SLGG002074
15	ANGX004295	CYDX500331	57	ANGX004384	CYDX006080	99	ANGX009251	SLGG002077
16	ANGX004297	CYDX500333	58	ANGX004385	CYDX006081	100	ANGX009252	SLGG002078
17	ANGX004298	CYDX500334	59	ANGX004386	CYDX006082	101	ANGX009253	SLGG002079
18	ANGX004301	CYDX500337	60	ANGX009176	SLGG002000	102	ANGX009255	SLGG002081
19	ANGX004302	CYDX500338	61	ANGX009176	SLGG002001	103	ANGX009256	SLGG002082
20	ANGX004304	CYDX500340	62	ANGX009178	SLGG002003	104	ANGX009258	SLGG002084
21	ANGX004309	CYDX500345	63	ANGX009179	SLGG002004	105	ANGX009281	SLGG002087
22	ANGX004314	CYDX500351	64	ANGX009184	SLGG002009	106	ANGX009283	SLGG002089
23	ANGX004315	CYDX500352	65	ANGX009185	SLGG002010	107	ANGX009285	SLGG002091
24	ANGX004317	CYDX500354	66	ANGX009188	SLGG002013	108	ANGX009269	SLGG002095
25	ANGX004318	CYDX500355	67	ANGX009189	SLGG002014	109	ANGX009270	SLGG002096
26	ANGX004319	CYDX500356	68	ANGX009190	SLGG002015	110	ANGX009273	SLGG002099
27	ANGX004320	CYDX500357	69	ANGX009193	SLGG002018	111	ANGX009274	SLGG002100
28	ANGX004322	CYDX500359	70	ANGX009197	SLGG002022	112	ANGX009276	SLGG002102
29	ANGX004330	CYDX006026	71	ANGX009198	SLGG002023	113	ANGX009279	SLGG002105
30	ANGX004331	CYDX006027	72	ANGX009199	SLGG002024	114	ANGX009282	SLGG002108
31	ANGX004332	CYDX006028	73	ANGX009202	SLGG002027	115	ANGX009283	SLGG002109
32	ANGX004333	CYDX006029	74	ANGX009203	SLGG002028	116	ANGX009288	SLGG002114
33	ANGX004334	CYDX006030	75	ANGX009204	SLGG002029	117	ANGX009292	SLGG002118
34	ANGX004335	CYDX006031	76	ANGX009206	SLGG002031	118	ANGX009298	SLGG002127
35	ANGX004336	CYDX006032	77	ANGX009207	SLGG002032	119	ANGX009300	SLGG002129
36	ANGX004337	CYDX006033	78	ANGX009208	SLGG002033	120	ANGX009303	SLGG002132
37	ANGX004339	CYDX006035	79	ANGX009212	SLGG002037	121	ANGX009308	SLGG002143
38	ANGX004342	CYDX006038	80	ANGX009217	SLGG002042	122	ANGX009311	SLGG002147
39	ANGX004344	CYDX006040	81	ANGX009220	SLGG002046	123	ANGX009312	SLGG002148
40	ANGX004347	CYDX006043	82	ANGX009222	SLGG002048	124	ANGX009315	SLGG002152
41	ANGX004349	CYDX006045	83	ANGX009223	SLGG002049	125	ANGX009318	SLGG002156
42	ANGX004351	CYDX006047	84	ANGX009224	SLGG002050	126	ANGX009320	SLGG002158

EXHIBIT A-1 (cont.)

Assigned Car		Original Car	Assigned Car		Original Car
127	ANGX009321	SLGG002159	169	RMGX009465	SDIX000167
128	ANGX009322	SLGG002161	170	RMGX009466	SDIX000168
129	ANGX009325	SLGG002165	171	RMGX009467	SDIX000169
130	ANGX009327	SLGG002167	172	RMGX009468	SDIX000170
131	ANGX009329	SLGG002170	173	RMGX009471	SDIX000173
132	ANGX009330	SLGG002171	174	RMGX009473	SDIX000175
133	ANGX009331	SLGG002174	175	RMGX009474	SDIX000176
134	ANGX009332	SLGG002175	176	RMGX009476	SDIX000178
135	ANGX009333	SLGG002177	177	RMGX009478	SDIX000180
136	ANGX009334	SLGG002180	178	RMGX009479	SDIX000181
137	ANGX009335	SLGG002182	179	RMGX009481	SDIX000183
138	ANGX009336	SLGG002183	180	RMGX009482	SDIX000184
139	ANGX009349	SLGG002206	181	RMGX009483	SDIX000185
140	ANGX009352	SLGG002209	182	RMGX009485	SDIX000187
141	ANGX009353	SLGG002210	183	RMGX009486	SDIX000188
142	ANGX009356	SLGG002213	184	RMGX009487	SDIX000189
143	ANGX009357	SLGG002214	185	RMGX009488	SDIX000190
144	RMGX009422	SDIX000122	186	RMGX009491	SDIX000193
145	RMGX009423	SDIX000123	187	RMGX009492	SDIX000194
146	RMGX009427	SDIX000127	188	RMGX009493	SDIX000195
147	RMGX009429	SDIX000129	189	RMGX009494	SDIX000197
148	RMGX009432	SDIX000132	190	RMGX009495	SDIX000198
149	RMGX009433	SDIX000133	191	RMGX009496	SDIX000199
150	RMGX009434	SDIX000134	192	RMGX009497	SDIX000200
151	RMGX009436	SDIX000137			
152	RMGX009437	SDIX000138			
153	RMGX009438	SDIX000139			
154	RMGX009442	SDIX000143			
155	RMGX009443	SDIX000144			
156	RMGX009444	SDIX000146			
157	RMGX009445	SDIX000147			
158	RMGX009447	SDIX000149			
159	RMGX009448	SDIX000150			
160	RMGX009451	SDIX000153			
161	RMGX009452	SDIX000154			
162	RMGX009453	SDIX000155			
163	RMGX009455	SDIX000157			
164	RMGX009456	SDIX000158			
165	RMGX009457	SDIX000159			
166	RMGX009462	SDIX000164			
167	RMGX009463	SDIX000165			
168	RMGX009464	SDIX000166			

EXHIBIT A-2

DESTROYED, SCRAPPED OR SOLD CARS

Destroyed Cars:

	Car Mark	Car Num		Car Mark	Car Num
1	ITGX	012600	7	SLGG	011100
2	ITGX	012693	8	SLGG	011227
3	RMGX	000496	9	SLGG	011283
4	RMMX	006210	10	SLGG	011298
5	RMMX	006222	11	SLGG	011384
6	SLGG	011056			

Scrapped Cars:

	Car Mark	Car Num		Car Mark	Car Num		Car Mark	Car Num
1	ATW	600030	8	RMGX	023508	15	RMMX	006218
2	GNRR	000902	9	RMGX	023673	16	RMMX	006219
3	GNRR	012037	10	RMGX	023828	17	RMMX	007003
4	RMGX	020011	11	RMGX	077328	18	SLGG	000403
5	RMGX	020013	12	RMGX	077582	19	SLGG	001204
6	RMGX	020014	13	RMMX	006201	20	SLGG	001229
7	RMGX	020015	14	RMMX	006206	21	SLGG	005816

Sold Cars: The following Cars were sold by CARCAT ULC to NARCAT LLC

1	ANGX009178	11	ANGX009204	21	ANGX009235	31	ANGX009255	41	ANGX009311
2	ANGX009179	12	ANGX009206	22	ANGX009236	32	ANGX009258	42	ANGX009315
3	ANGX009183	13	ANGX009208	23	ANGX009237	33	ANGX009261	43	ANGX009321
4	ANGX009184	14	ANGX009213	24	ANGX009238	34	ANGX009263	44	ANGX009325
5	ANGX009186	15	ANGX009216	25	ANGX009239	35	ANGX009265	45	ANGX009331
6	ANGX009188	16	ANGX009217	26	ANGX009241	36	ANGX009273	46	ANGX009332
7	ANGX009189	17	ANGX009219	27	ANGX009242	37	ANGX009279	47	ANGX009333
8	ANGX009193	18	ANGX009222	28	ANGX009247	38	ANGX009282	48	ANGX009349
9	ANGX009199	19	ANGX009223	29	ANGX009251	39	ANGX009283	49	ANGX009352
10	ANGX009200	20	ANGX009224	30	ANGX009252	40	ANGX009308	50	ANGX009357

EXHIBIT B

NEW LEASES/AMENDMENTS TO EXISTING LEASES; EXPIRED/TERMINATED LEASES

Deal #	Lessee	Lease Documents
C01320	Industrial Waste Group, LLC	Full Service Lease Agreement #05252005IWG, dated May 25, 2005, and its related Rider Deal #C01320, dated November 18, 2008, between NARCAT LLC, as Lessor and Industrial Waste Group, LLC, as Lessee
C01350	W.R. Grace & Co -Conn	Full Service Lease Agreement #06012007WRG, dated effective as of June 1, 2007, and its related Rider C01350, dated as of November 13, 2008, between NARCAT LLC, as Lessor, and W R. Grace & Co -Conn, as Lessee
C01371	Buffalo & Pittsburgh Railroad, Inc	Net Per Diem Lease Agreement #10012008BPR and its related Rider C01320, both dated effective as Of October 1, 2008 between NARCAT LLC, as Lessor, and Buffalo & Pittsburgh Railroad, Inc., as Lessee
C01389	W.R. Grace & Co -Conn.	Full Service Lease Agreement #06012007WRG, dated effective as of June 1, 2007, and its related Rider C01389, dated as of April 27, 2009, between NARCAT LLC, as Lessor, and W R. Grace & Co.-Conn, as Lessee
C01405	ELG Metals, Inc.	Full Service Lease Agreement #06082008ELG and its related Rider Deal #C01405, both dated June 8, 2009, between NARCAT LLC, as Lessor and ELG Metals, Inc., as Lessee.
C00444	Buffalo & Pittsburg RR	Lease Terminated: Replaced with NARCAT Lease and Rider Deal #R01371
C00368	Canadian Pacific Railway Company	Lease Terminated: All Cars returned
C00468	Vulcan Materials Company	Lease Terminated: All Cars returned
C00472	Vulcan Materials Company	Lease Terminated: All Cars returned
C00948	American Rail Marketing, LLC	Lease Terminated: All Cars returned
C00961	Knoxville and Holston River RR	Lease Terminated: All Cars returned
C00962	Martin Marietta Materials, Inc.	Lease Terminated: All Cars returned
C01252	Gulf Chemical & Metallurgical	Lease Terminated: All Cars returned
C00359	Canadian National Railway	Lease Terminated: All Cars returned
C00382	Canadian National Railway	Lease Terminated: All Cars returned
C00875	Linea Coahuila - Durango	Lease Terminated: All Cars returned
C00817	International Paper Company	Lease Terminated: All Cars returned
C00357	Canadian National Railway	Lease Terminated: All Cars returned

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated:

7/5/09



Robert W. Alvord